

INTENTION TO TRANSFER LISTING FROM THE MAIN BOARD OF THE SINGAPORE EXCHANGE SECURITIES TRADING LIMITED TO THE CATALIST SPONSORED REGIME

1. INTRODUCTION

The Board of Directors of OLS Enterprise Ltd. (“**Company**”, and together with its subsidiaries, “**Group**”) wishes to announce that the Company intends to undertake the proposed transfer (“**Proposed Transfer**”) of the listing of the Company from the Main Board of the Singapore Exchange Securities Trading Limited (“**SGX-ST**”) to the Catalist Board of the SGX-ST (“**Catalist**”).

2. RATIONALE

The Company is currently placed under the Watch-List of the SGX-ST. The Company has since embarked on a turnaround plan which include restructuring of existing business and adding profitable business(es) to the Group in order to return to profitability and to be removed from the Watch-List.

The Company, in its latest quarterly update announced on 18 May 2015 pursuant to Rule 1313(2) of the listing manual of the SGX-ST, reported that:

- a. The Group’s cash and bank balances as at 31 March 2015 was S\$7.8 million as compared with S\$3.1 million as at 31 March 2014;
- b. For the financial year ended 31 March 2015, the Group made a net profit of S\$1.1 million;
- c. As at 31 March 2015, the Group had net liabilities of S\$2.2 million compared with S\$11.2 million as at 31 March 2014; and
- d. Having completed the Scheme of Arrangement on 12 May 2015, the Group currently has a positive net asset value of approximately S\$4.6 million.

As the Group continues its efforts in implementing its turnaround plan, the Board believes that: (i) the current business, (ii) the Company’s market capitalisation and (iii) the Company’s current trading price that is significantly below the 20 cents minimum trading price requirement as imposed on Main Board listed Companies, will impede the Company’s plans to proceed with its turnaround efforts. As such, the Company has appointed Provenance Capital Pte. Ltd. to make an application to transfer to Catalist.

Subject to the SGX-ST’s approval, the Company will no longer be placed under the Watch-List following the Proposed Transfer.

The Board believes that the Proposed Transfer will provide the Company with a more suitable platform for the listing and trading of the shares of the Company (“**Shares**”) as Catalist provides a more conducive listing platform for companies which require a flexible regulatory system to float their shares.

The Board is of the view that the Proposed Transfer and listing on the Catalist will put the Company in a better position to identify suitable business(es) to acquire.

3. APPROVALS

The Proposed Transfer is subject to, *inter alia*, receipt of approval-in-principle from the SGX-ST for the Proposed Transfer and approval of shareholders at an extraordinary general meeting of the Company to be convened.

An application will be made to seek the SGX-ST's approval for the Proposed Transfer. An appropriate announcement on the outcome of the application will be made in due course.

A circular to Shareholders containing, *inter alia*, details of the Proposed Transfer, together with notice of extraordinary general meeting, will be despatched to Shareholders in due course.

4. CAUTION IN TRADING

Shareholders and potential investors should exercise caution when trading in the Shares as there is no certainty or assurance as at the date of this announcement that approval for the Proposed Transfer will be obtained or if the Proposed Transfer will eventually be undertaken at all.

Shareholders should consult their stock brokers, bank relationship managers, solicitors or other professional advisers if they have any doubt about the actions that they should take.

By Order of the Board
OLS ENTERPRISE LTD.

Koo Ah Seang
Executive Chairman
21 May 2015